

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division**

UNITED STATES, *et al.*,

Plaintiffs,

v.

GOOGLE LLC,

Defendant.

Civil Action No. 1:23-cv-00108-LMB-JFA

DECLARATION OF MICHAEL BLEND

I, Michael Blend, pursuant to 28 U.S.C. § 1746, hereby declare as follows:

1. I am the CEO and Co-founder of System1 and co-founded the company in September 2013. System1 is a digital marketing company that provides a suite of digital marketing tools and sells ad space on its own portfolio of owned and operated websites, including MapQuest, HowStuffWorks, and CouponFollow, which reach 120 million consumers each month across various industries.

2. The contents of this declaration are true and correct to the best of my knowledge, information, and belief, and are based on my personal knowledge. If called upon as a witness in this action, I could and would testify competently thereto.

3. I am providing this declaration because I understand that there is a dispute over whether the Court will hear views on Plaintiffs' proposed remedies from customers of Google Ad Manager.

4. Based on my experience, Google's proposed remedy of deprecating Unified Pricing Rules will have a positive effect on System1. However, I have significant concerns that Plaintiffs' Proposed Final Judgment will be harmful to System1's business.

5. System1 consistently uses Google Ad Manager to sell ad space on its owned and operated websites because it is a high performing product. System1 also uses Google Ads to advertise its web properties and web applications on third party websites. In addition, System1 provides an omnichannel digital marketing platform that leverages machine learning and artificial intelligence to place ads on behalf of its advertiser customers. As CEO of System1 and with over 20 years of experience in digital marketing, I have deep experience with how advertisers and publishers use ad tech tools to facilitate the transaction of digital advertisements.

6. Google Ad Manager is an important tool for System1's business success. It accounts for approximately \$30 million of System1's annual ad sales revenues. Any meaningful disruption or decline in quality from Google Ad Manager would have a significant negative impact on System1's advertising revenue.

7. I am concerned that the divestiture of AdX or DFP would cause costly disruption and harm to System1, not only due to the transition of AdX or DFP to new ownership, but also because any new owner of these products is unlikely to make the necessary investments to maintain the industry-leading, high performance of DFP and AdX. Google Ad Manager is a very cost-effective tool, and I am concerned that a buyer of DFP or AdX will limit investment in the product or increase prices to increase its margins.

8. System1 has used Google Ad Manager, including both its AdX and DFP functionalities. In my experience, Google Ad Manager is a consistently innovative product, especially with respect to security and traffic quality in web display advertising, and typically

provides System1 the greatest performance on web display ads. I have not seen other companies focus as much on innovation and product quality in web display advertising technology as Google. Instead, in my experience, other advertising technology companies have focused on other ad formats and media, such as connected television or in-app advertising, because those are growth areas while web display advertising is in decline as it has become less popular and profitable. I therefore am concerned that an acquirer of AdX or DFP would not make the same investments in those products as Google has made in Google Ad Manager. Instead, I would expect an acquirer of AdX and/or DFP to invest primarily in developing technology for connected television and mobile app ads. This would severely harm System1, which continues to sell many display advertisements across its many websites.

9. Because providers of other ad exchanges and publisher ad servers do not invest in quality and security to the same degree as Google, I am concerned that a divested AdX would no longer provide the same quality matching of publishers and advertisers, nor would it have the same level of security and fraud protection. In my experience, this will result in a lower return on investment for advertisers and less money for publishers.

10. As a customer of Google Ads, I am also concerned that if Google Ads is required to bid more through a third-party exchange, it will result in lower security, fraud protection and match quality., which will result in lower return on investment for advertisers and less money for publishers like System1. I believe this would also be true if AdX becomes a third-party exchange.

11. Although I reside in Santa Monica, California, I am prepared to travel to Virginia to testify because of the significant impact the remedies decided in this case will have on System1's business.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on September 21, 2025 in Santa Monica, California.

A handwritten signature in black ink, appearing to read "Michael Blend", written in a cursive style.

Michael Blend